

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

BHUTAN INTERNATIONAL FESTIVAL,  
LIMITED and BHUTAN DRAGON EVENTS  
AND FESTIVALS, LIMITED,

Plaintiffs,

-against-

EDEN PROJECT, EDEN PROJECT LIMITED,  
EDEN LAB and EDENLAB LTD.,

Defendants.

17-CV-8980 (VEC)

**DECLARATION IN SUPPORT OF  
EDEN PROJECT'S AND EDEN  
PROJECT'S LIMITED MOTION  
TO DISMISS THE FIRST  
AMENDED COMPLAINT**

Pursuant to 28 U.S.C. §1746, Tina Bingham declares:

1. I am the Company Secretary of Defendant Eden Project Limited. I am familiar with the facts herein, and I make this affidavit in support of Defendants Eden Project's and Eden Project Limited's (together, the "Eden Project Defendants") motion to dismiss the First Amended Complaint ("FAC").

2. Eden Project Limited is a private company organized and existing as an educational charity company under the laws of the United Kingdom with its headquarters located in Bodelva, England. Eden Project Limited is a wholly-owned subsidiary of The Eden Trust, a Registered Charity organized and existing under the laws of the United Kingdom. With respect to the time frame alleged in the FAC, I attach respectively as Exhibits A and B, Eden Project Limited's publicly filed Annual Returns for years 2014-2015, containing a complete list of its officers and shareholders. I attach, as Exhibit C, a copy of The Eden Trust's Certificate of

Incorporation, and pertinent pages of its Memorandum of Association identifying it as a Registered Charity.

3. Eden Project Limited is not aware of an entity known as “Eden Project,” but to the extent Plaintiffs name it as a defendant allegedly inclusive of Eden Project Limited, I make this declaration on behalf of the Eden Project Defendants.

4. Eden Project Limited sponsors and provides environmental education programs, incorporating botany, ecology, anthropology and sociology to promote understanding and responsible management of the environment. Eden Project Limited is best known for, and its major operation consists of, its destination theme park in Cornwall, England. While the FAC focuses on an event called the First Ever Bhutan International Festival (the “Festival”), Eden Project Limited did not sponsor, did not attend and had no involvement with any of the Festival events. It received no remuneration and paid none.

5. Eden Project Limited and Defendant EdenLab Ltd. are separate and independent entities. There is no joint venture or common ownership between them. They have no common directors, officers or shareholders, either now or during the time alleged in the Complaint, as evidenced by two Annual Returns publicly filed by EdenLab Ltd. on August 21, 2014 (attached as Exhibit D) and August 25, 2015 (attached as Exhibit E), each of which identify Mr. Peter Nicholas John Hampel as the Company Director. Furthermore, Eden Project Limited and EdenLab Ltd. have no common agents or employees, no common offices and do not commingle assets.

6. Peter Hampel, identified in the FAC, was previously employed at Eden Project Limited. His employment ceased in May 2012. Mr. Hampel never was employed by Eden

Project Limited and Eden Project Labs simultaneously. His association with Eden Project Limited ceased in May 2012.

7. The FAC identifies Virginia Galloway and John Hendicott as individuals employed by EdenLab Ltd. FAC at ¶ 36. Neither Ms. Galloway nor Mr. Hendicott are, or ever have been, employees or agents of Eden Project Limited.

8. Eden Project Limited never authorized EdenLab Ltd. to enter into contracts on its behalf. Moreover, Eden Project Limited had no input on and did not approve the purported contract between EdenLab Ltd. and the Plaintiffs.

9. Eden Project Limited has no offices, bank accounts, agents or property (real or personal) in New York. No Eden Project Limited employees or agents have visited New York in connection with the allegations in the FAC.

10. Eden Project Limited has never had any contract or relationship with Plaintiffs Bhutan International Festival, Limited, and Bhutan Dragon Events and Festivals, Limited (the “Plaintiffs”).

11. Eden Project Limited did not interact or correspond with James Fitzgerald, the principal of Plaintiffs, or any other employee or representative of Plaintiffs. For avoidance of doubt, Eden Project Limited had no communications with Plaintiffs regarding the scope of Eden Project Limited’s involvement (or lack of involvement) with EdenLab Ltd. or the Festival.

12. Eden Project Limited never issued any releases to the media or any third party regarding the Festival.

13. Eden Project Limited did not communicate with any artists, entertainers or exhibitors participating in the Festival. Eden Project Limited also did not participate in booking travel or accommodations for the Festival.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed in Bodenva, England, United Kingdom on April 13, 2018.

A handwritten signature in cursive script, appearing to read "Bingham", is written above a horizontal line.

Tina Bingham